

DARGAN CHARLES K
Form 5
January 16, 2019

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL
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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
DARGAN CHARLES K

2. Issuer Name and Ticker or Trading Symbol
BIOLARGO, INC. [BLGO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Financial Officer

8055 W. MANCHESTER AVE., SUITE 405

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

PLAYA DEL REY, CA 90293

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D) Price			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)

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	Derivative Security	(Instr. 3, 4, and 5)					Date Exercisable	Expiration Date	Title
		(A)	(D)						
Option to Purchase Common Stock	\$ 0.39	12/31/2017	Â	A4	300,000	Â	12/31/2017 ⁽³⁾	12/31/2027	Common Stock
Option to Purchase Common Stock	\$ 1.89	02/01/2018	Â	<u>J⁽¹⁾</u>	Â	50,000	02/01/2008	02/01/2018	Common Stock
Option to Purchase Common Stock	\$ 1.65	04/30/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	04/30/2008	04/30/2018	Common Stock
Option to Purchase Common Stock	\$ 1.55	05/30/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	05/30/2008	05/30/2018	Common Stock
Option to Purchase Common Stock	\$ 1.1	06/30/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	06/30/2008	06/30/2018	Common Stock
Option to Purchase Common Stock	\$ 0.99	07/31/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	07/31/2008	07/31/2018	Common Stock
Option to Purchase Common Stock	\$ 0.9	08/31/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	08/31/2008	08/31/2018	Common Stock
Option to Purchase Common Stock	\$ 0.89	09/30/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	09/30/2008	09/30/2018	Common Stock
Option to Purchase Common Stock	\$ 0.35	10/31/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	10/31/2008	10/31/2018	Common Stock
Option to Purchase Common Stock	\$ 0.7	11/28/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	11/28/2008	11/28/2018	Common Stock
	\$ 0.41	12/31/2008	Â	<u>J⁽¹⁾</u>	Â	10,000	12/31/2008	12/31/2018	

Option to
Purchase
Common
Stock

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DARGAN CHARLES K 8055 W. MANCHESTER AVE. SUITE 405 PLAYA DEL REY, CA 90293	Â	Â	Â Chief Financial Officer	Â

Signatures

/s/ John R. Browning,
Attorney-in-fact

01/16/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This Option held by Reporting Person expired unexercised on its expiration date.
 - (2) This Option was issued to the Reporting Person as compensation to serve as Issuer's Chief Financial Officer.
 - (3) One hundred thousand (100,000) shares are vested upon grant. Further shares vest in 25,000 increments beginning January 31, 2018, unless the Engagement Agreement between Reporting Person and Issuer is terminated.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.